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REGIONS FINANCIAL CORP  
Form 13F-HR  
August 13, 2003

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

FORM 13F

Form 13F COVER PAGE

Report for the Quarter Ended: June 30, 2003

Check here if Amendment [ ]; Amendment Number:  
This Amendment (Check only one.): [ ] is a restatement  
[ ] adds new holdings entries  
Institutional Investment Manager Filing this Report:

Name: Regions Financial Corporation  
Address: 417 North 20th Street  
Birmingham, AL 35202

Form 13F File Number: 28-01129

The institutional investment manager filing this report and the person by whom it is signed hereby represent that the person signing the report is authorized to submit it, that all information contained herein is true, correct and complete, and that it is understood that all required items, statements, schedules, lists, and tables, are considered integral parts of this form.

Person Signing this Report on Behalf of Reporting Manager:

Name: Ronald C. Jackson  
Title: Senior Vice President and Comptroller  
Phone: 205/326-7090

Signature, Place, and Date of Signing:

/s/Ronald C. Jackson                      Birmingham, Alabama                      August 13, 2003  
[Signature]                                      [City, State]                                      [Date]

Report Type (Check only one.):

[X] 13F HOLDINGS REPORT. (Check here if all holdings of this reporting manager are reported in this report.)

[ ] 13F NOTICE. (Check here if no holdings reported are in this report, and all holdings are reported by other reporting manager(s).)

[ ] 13F COMBINATION REPORT. (Check here if a portion of the holdings for this reporting manager are reported in this report and a portion are reported by other reporting manager(s).)

List of Other Managers Reporting for this Manager: None

Form 13F SUMMARY PAGE

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Report Summary:

Number of Other Included Managers: 0

Form 13F Information Table Entry Total: 710

Form 13F Information Table Value Total: \$1,367,670 (thousands)

List of Other Included Managers: None

Provide a numbered list of the name(s) and Form 13F file number(s) of all institutional investment managers with respect to which this report is filed, other than the manager filing this report.

### Form 13F INFORMATION TABLE

| COLUMN 1<br>NAME OF ISSUER      | COLUMN 2<br>TITLE OF CLASS | COLUMN 3<br>CUSIP | COLUMN 4<br>VALUE<br>(THOUSANDS) | COLUMN 5<br>SHRS OR SH/<br>PRN AMT PRN CALL |
|---------------------------------|----------------------------|-------------------|----------------------------------|---|
| XCELERA INC COM ADR             | COM                        | G31611109         | 29                               | 18,036                                      |
| GLOBALSANTAFE CORPORATION ADR   | SHS                        | G3930E101         | 1,529                            | 65,517                                      |
| GLOBALSANTAFE CORPORATION ADR   | SHS                        | G3930E101         | 228                              | 9,790                                       |
| INGERSOLL-RAND COMPANY LTD      | CL A                       | G4776G101         | 2,843                            | 60,089                                      |
| INGERSOLL-RAND COMPANY LTD      | CL A                       | G4776G101         | 366                              | 7,744                                       |
| NABORS INDUSTRIES LTD           | SHS                        | G6359F103         | 434                              | 10,987                                      |
| NABORS INDUSTRIES LTD           | SHS                        | G6359F103         | 15                               | 390   |
| TRANSOCEAN INC ADR              | ORD                        | G90078109         | 115                              | 5,252                                       |
| TRANSOCEAN INC ADR              | ORD                        | G90078109         | 131                              | 5,941                                       |
| FLEXTRONICS INTL ADR            | ORD                        | Y2573F102         | 1,685                            | 161,558                                     |
| FLEXTRONICS INTL ADR            | ORD                        | Y2573F102         | 115                              | 11,000                                      |
| AFLAC INC                       | COM                        | 001055102         | 3,913                            | 127,258                                     |
| AFLAC INC                       | COM                        | 001055102         | 1,335                            | 43,420                                      |
| AGL RES INC                     | COM                        | 001204106         | 9                                | 360   |
| AGL RES INC                     | COM                        | 001204106         | 373                              | 14,672                                      |
| AOL TIME WARNER INC             | COM                        | 00184A105         | 499                              | 31,031                                      |
| AOL TIME WARNER INC             | COM                        | 00184A105         | 100                              | 6,231                                       |
| AT & T WIRELESS SERVICES INC    | COM                        | 00209A106         | 211                              | 25,683                                      |
| AT & T WIRELESS SERVICES INC    | COM                        | 00209A106         | 25                               | 2,990                                       |
| ABBOTT LABORATORIES             | COM                        | 002824100         | 7,018                            | 160,365                                     |
| ABBOTT LABORATORIES             | COM                        | 002824100         | 1,086                            | 24,815                                      |
| ABERCROMBIE & FITCH CO CLASS A  | CL A                       | 002896207         | 2,070                            | 72,873                                      |
| ABERCROMBIE & FITCH CO CLASS A  | CL A                       | 002896207         | 213                              | 7,500                                       |
| ABERDEEN ASIA PAC PRIME INC     | COM                        | 003009107         | 61                               | 11,000                                      |
| ABERDEEN ASIA PAC PRIME INC     | COM                        | 003009107         | 140                              | 25,000                                      |
| AEGON N V ADR                   | ORD AMER REG               | 007924103         | 259                              | 25,797                                      |
| AEGON N V ADR                   | ORD AMER REG               | 007924103         | 235                              | 23,432                                      |
| AFFILIATED COMPUTER SVCS INC    | CL A                       | 008190100         | 294                              | 6,431                                       |
| AFFILIATED COMPUTER SVCS INC    | CL A                       | 008190100         | 10                               | 210   |
| AIR PRODUCTS & CHEMICALS INC    | COM                        | 009158106         | 122                              | 2,927                                       |
| AIR PRODUCTS & CHEMICALS INC    | COM                        | 009158106         | 209                              | 5,032                                       |
| AKZO NOBEL N. V. ADR            | SPONSORED ADR              | 010199305         | 219                              | 8,236                                       |
| ALABAMA NATL BANCORPORATION DEL | COM                        | 010317105         | 192                              | 4,000                                       |
| ALABAMA NATL BANCORPORATION DEL | COM                        | 010317105         | 24                               | 500   |
| ALBERTSONS INC                  | COM                        | 013104104         | 350                              | 18,255                                      |
| ALBERTSONS INC                  | COM                        | 013104104         | 19                               | 970   |
| ALCOA INC                       | COM                        | 013817101         | 912                              | 35,767                                      |
| ALCOA INC                       | COM                        | 013817101         | 210                              | 8,235                                       |

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|                                |                |           |        |         |
|--------------------------------|----------------|-----------|--------|---------|
| ALCATEL ADR                    | SPONSORED ADR  | 013904305 | 103    | 11,500  |
| ALFA CORP                      | COM            | 015385107 | 520    | 41,608  |
| ALFA CORP                      | COM            | 015385107 | 17     | 1,396   |
| ALLSTATE CORP                  | COM            | 020002101 | 2,439  | 68,414  |
| ALLSTATE CORP                  | COM            | 020002101 | 396    | 11,097  |
| ALLTEL CORP                    | COM            | 020039103 | 1,064  | 22,054  |
| ALLTEL CORP                    | COM            | 020039103 | 315    | 6,535   |
| ALTRIA GROUP INC               | COM            | 02209S103 | 5,638  | 124,086 |
| ALTRIA GROUP INC               | COM            | 02209S103 | 1,983  | 43,634  |
| AMAZON COM INC                 | COM            | 023135106 | 286    | 7,880   |
| AMERICAN ELECTRIC POWER INC    | COM            | 025537101 | 359    | 12,049  |
| AMERICAN ELECTRIC POWER INC    | COM            | 025537101 | 11     | 377     |
| AMERICAN EXPRESS CO            | COM            | 025816109 | 4,984  | 119,216 |
| AMERICAN EXPRESS CO            | COM            | 025816109 | 2,030  | 48,559  |
| AMERICAN INTL GROUP INC        | COM            | 026874107 | 9,465  | 171,533 |
| AMERICAN INTL GROUP INC        | COM            | 026874107 | 2,412  | 43,705  |
| AMGEN INC                      | COM            | 031162100 | 6,199  | 94,005  |
| AMGEN INC                      | COM            | 031162100 | 1,160  | 17,593  |
| AMSOUTH BANCORPORATION         | COM            | 032165102 | 9,409  | 430,831 |
| AMSOUTH BANCORPORATION         | COM            | 032165102 | 7,232  | 331,130 |
| ANADARKO PETE CORP             | COM            | 032511107 | 1,259  | 28,303  |
| ANADARKO PETE CORP             | COM            | 032511107 | 79     | 1,777   |
| ANHEUSER BUSCH COS INC         | COM            | 035229103 | 9,106  | 178,376 |
| ANHEUSER BUSCH COS INC         | COM            | 035229103 | 630    | 12,344  |
| AON CORP                       | COM            | 037389103 | 1,145  | 47,550  |
| APACHE CORP                    | COM            | 037411105 | 2,554  | 39,251  |
| APACHE CORP                    | COM            | 037411105 | 295    | 4,538   |
| APPLERA CORP APPLID BIOSYS     | COM AP BIO GRP | 038020103 | 182    | 9,555   |
| APPLERA CORP APPLID BIOSYS     | COM AP BIO GRP | 038020103 | 27     | 1,400   |
| APPLIED MATLS INC              | COM            | 038222105 | 4,360  | 275,222 |
| APPLIED MATLS INC              | COM            | 038222105 | 511    | 32,240  |
| ARCHER DANIELS MIDLAND CO      | COM            | 039483102 | 711    | 55,259  |
| ARCHER DANIELS MIDLAND CO      | COM            | 039483102 | 41     | 3,203   |
| ASTRAZENECA PLC                | SPONSORED ADR  | 046353108 | 258    | 6,320   |
| AUBURN NATIONAL BANCORPORATION | COM            | 050473107 | 138    | 9,000   |
| AUBURN NATIONAL BANCORPORATION | COM            | 050473107 | 356    | 23,150  |
| AUTOMATIC DATA PROCESSING INC  | COM            | 053015103 | 1,026  | 30,316  |
| AUTOMATIC DATA PROCESSING INC  | COM            | 053015103 | 272    | 8,030   |
| AVANT IMMUNOTHERAPEUTICS INC   | COM            | 053491106 | 33     | 11,542  |
| AVERY DENNISON CORP            | COM            | 053611109 | 203    | 4,034   |
| AVERY DENNISON CORP            | COM            | 053611109 | 50     | 1,000   |
| AVOCENT CORP                   | COM            | 053893103 | 4,782  | 160,000 |
| AVON PRODS INC                 | COM            | 054303102 | 552    | 8,881   |
| BP PLC ADR                     | SPONSORED ADR  | 055622104 | 9,321  | 221,828 |
| BP PLC ADR                     | SPONSORED ADR  | 055622104 | 2,977  | 70,848  |
| BMC SOFTWARE INC               | COM            | 055921100 | 246    | 15,047  |
| BMC SOFTWARE INC               | COM            | 055921100 | 7      | 400     |
| BANCO BILBAO VIZCAYA S.A. ADR  | SPONSORED ADR  | 05946K101 | 121    | 11,492  |
| BANCO BILBAO VIZCAYA S.A. ADR  | SPONSORED ADR  | 05946K101 | 5      | 434     |
| BANCORPSOUTH INC               | COM            | 059692103 | 64     | 3,064   |
| BANCORPSOUTH INC               | COM            | 059692103 | 209    | 10,036  |
| BANCTRUST FINANCIAL GP         | COM            | 05978R107 | 331    | 20,555  |
| BANK AMER CORP                 | COM            | 060505104 | 10,504 | 132,912 |
| BANK AMER CORP                 | COM            | 060505104 | 23,809 | 301,267 |
| BANK NEW YORK INC              | COM            | 064057102 | 1,172  | 40,752  |
| BANK NEW YORK INC              | COM            | 064057102 | 109    | 3,780   |
| BANK ONE CORP                  | COM            | 06423A103 | 310    | 8,347   |
| BANK ONE CORP                  | COM            | 06423A103 | 297    | 8,000   |
| BARRICK GOLD CORP ADR          | COM            | 067901108 | 816    | 45,579  |
| BARRICK GOLD CORP ADR          | COM            | 067901108 | 65     | 3,630   |
| BARR LABS INC                  | COM            | 068306109 | 219    | 3,335   |
| BARR LABS INC                  | COM            | 068306109 | 9      | 137     |

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|--------------------------------------|----------------|-----------|--------|---------|
| BAXTER INTERNATIONAL INC             | COM            | 071813109 | 494    | 19,018  |
| BAXTER INTERNATIONAL INC             | COM            | 071813109 | 396    | 15,240  |
| BECTON DICKINSON & CO                | COM            | 075887109 | 408    | 10,500  |
| BECTON DICKINSON & CO                | COM            | 075887109 | 39     | 1,008   |
| BED BATH & BEYOND INC                | COM            | 075896100 | 1,574  | 40,555  |
| BED BATH & BEYOND INC                | COM            | 075896100 | 73     | 1,868   |
| BELLSOUTH CORP                       | COM            | 079860102 | 6,466  | 242,797 |
| BELLSOUTH CORP                       | COM            | 079860102 | 3,127  | 117,432 |
| BERKSHIRE HATHAWAY INC DEL CL A CL A |                | 084670108 | 1,523  | 21      |
| BERKSHIRE HATHAWAY INC DEL CL A CL A |                | 084670108 | 1,595  | 22      |
| BERKSHIRE HATHAWAY INC DEL           | CL B           | 084670207 | 3,912  | 1,610   |
| BERKSHIRE HATHAWAY INC DEL           | CL B           | 084670207 | 882    | 363     |
| BEST BUY INC                         | COM            | 086516101 | 2,725  | 62,035  |
| BEST BUY INC                         | COM            | 086516101 | 416    | 9,480   |
| BIOCRYST PHARMACEUTICALS INC         | COM            | 09058V103 | 5      | 1,500   |
| BIOCRYST PHARMACEUTICALS INC         | COM            | 09058V103 | 397    | 109,054 |
| BLACKROCK INSD MUN TERM TR INC       | COM            | 092474105 | 292    | 25,500  |
| BLACKROCK INSD MUN INCOME TR         | COM            | 092479104 | 291    | 19,500  |
| BLACKROCK MUNICIPAL BOND TR          | COM            | 09249H104 | 223    | 15,000  |
| BLOCK H & R INC                      | COM            | 093671105 | 278    | 6,425   |
| BLOCK H & R INC                      | COM            | 093671105 | 215    | 4,980   |
| BLOUNT INTL INC NEW                  | COM            | 095180105 | 239    | 41,851  |
| BOEING CO                            | COM            | 097023105 | 7,091  | 206,606 |
| BOEING CO                            | COM            | 097023105 | 262    | 7,631   |
| BRISTOL MYERS SQUIBB CO              | COM            | 110122108 | 10,100 | 372,014 |
| BRISTOL MYERS SQUIBB CO              | COM            | 110122108 | 3,870  | 142,555 |
| BROWN FORMAN CORP CL B               | CL B           | 115637209 | 79     | 1,000   |
| BROWN FORMAN CORP CL B               | CL B           | 115637209 | 142    | 1,800   |
| BUCKEYE PARTNERS LP UNITS            | UNIT LTD PARTN | 118230101 | 275    | 7,000   |
| BUCKEYE TECHNOLOGIES INC             | COM            | 118255108 | 34     | 4,980   |
| BUCKEYE TECHNOLOGIES INC             | COM            | 118255108 | 62     | 9,100   |
| BURLINGTON NORTHN SANTA FE CORP      | COM            | 12189T104 | 2,837  | 99,761  |
| BURLINGTON NORTHN SANTA FE CORP      | COM            | 12189T104 | 54     | 1,906   |
| BURLINGTON RESOURCES INC             | COM            | 122014103 | 2,840  | 52,517  |
| BURLINGTON RESOURCES INC             | COM            | 122014103 | 406    | 7,500   |
| CIGNA CORP                           | COM            | 125509109 | 962    | 20,500  |
| CIGNA CORP                           | COM            | 125509109 | 103    | 2,196   |
| CSX CORP                             | COM            | 126408103 | 191    | 6,333   |
| CSX CORP                             | COM            | 126408103 | 61     | 2,020   |
| CVS CORPORATION (DEL)                | COM            | 126650100 | 1,636  | 58,379  |
| CVS CORPORATION (DEL)                | COM            | 126650100 | 247    | 8,804   |
| CAMPBELL SOUP CO                     | COM            | 134429109 | 196    | 8,000   |
| CAMPBELL SOUP CO                     | COM            | 134429109 | 169    | 6,900   |
| CARDINAL HEALTH INC                  | COM            | 14149Y108 | 1,510  | 23,488  |
| CARDINAL HEALTH INC                  | COM            | 14149Y108 | 390    | 6,071   |
| CATERPILLAR INC                      | COM            | 149123101 | 1,223  | 21,979  |
| CATERPILLAR INC                      | COM            | 149123101 | 377    | 6,768   |
| CEDAR FAIR L P                       | DEPOSITRY UNIT | 150185106 | 448    | 16,000  |
| CENDANT CORP                         | COM            | 151313103 | 191    | 10,435  |
| CENTERPOINT ENERGY INC               | COM            | 15189T107 | 88     | 10,751  |
| CENTERPOINT ENERGY INC               | COM            | 15189T107 | 60     | 7,394   |
| CENTURYTEL INC                       | COM            | 156700106 | 8,786  | 252,122 |
| CENTURYTEL INC                       | COM            | 156700106 | 28     | 800     |
| CHEVRON TEXACO CORP                  | COM            | 166764100 | 10,822 | 149,894 |
| CHEVRON TEXACO CORP                  | COM            | 166764100 | 3,847  | 53,283  |
| CINERGY CORP                         | COM            | 172474108 | 204    | 5,550   |
| CINERGY CORP                         | COM            | 172474108 | 436    | 11,850  |
| CISCO SYS INC                        | COM            | 17275R102 | 7,746  | 461,335 |
| CISCO SYS INC                        | COM            | 17275R102 | 1,426  | 84,909  |
| CITIGROUP INC                        | COM            | 172967101 | 11,143 | 260,357 |
| CITIGROUP INC                        | COM            | 172967101 | 4,907  | 114,644 |
| CLEAR CHANNEL COMMUNICATIONS         | COM            | 184502102 | 3,564  | 84,080  |

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|                              |                |           |        |         |
|------------------------------|----------------|-----------|--------|---------|
| CLEAR CHANNEL COMMUNICATIONS | COM            | 184502102 | 271    | 6,400   |
| CLOROX CO                    | COM            | 189054109 | 2,087  | 48,934  |
| CLOROX CO                    | COM            | 189054109 | 369    | 8,645   |
| COACH INC                    | COM            | 189754104 | 158    | 3,184   |
| COACH INC                    | COM            | 189754104 | 230    | 4,626   |
| COCA COLA CO                 | COM            | 191216100 | 39,073 | 841,908 |
| COCA COLA CO                 | COM            | 191216100 | 31,247 | 673,279 |
| COCA COLA ENTERPRISES INC    | COM            | 191219104 | 3,976  | 219,060 |
| COLGATE PALMOLIVE CO         | COM            | 194162103 | 2,995  | 51,680  |
| COLGATE PALMOLIVE CO         | COM            | 194162103 | 16,172 | 279,069 |
| COLONIAL BANCGROUP INC       | COM            | 195493309 | 86     | 6,222   |
| COLONIAL BANCGROUP INC       | COM            | 195493309 | 94     | 6,745   |
| COLONIAL PPTYS TR (REIT)     | COM SH BEN INT | 195872106 | 55     | 1,550   |
| COLONIAL PPTYS TR (REIT)     | COM SH BEN INT | 195872106 | 296    | 8,425   |
| COMCAST CORP NEW CL A        | CL A           | 20030N101 | 868    | 28,776  |
| COMCAST CORP NEW CL A        | CL A           | 20030N101 | 298    | 9,861   |
| COMCAST CORP NEW             | CL A SPL       | 20030N200 | 5,381  | 185,611 |
| COMCAST CORP NEW             | CL A SPL       | 20030N200 | 750    | 25,885  |
| COMPASS BANCSHARES, INC.     | COM            | 20449H109 | 2,165  | 62,339  |
| COMPASS BANCSHARES, INC.     | COM            | 20449H109 | 4,256  | 122,548 |
| CONAGRA FOODS INC COM        | COM            | 205887102 | 1,518  | 64,310  |
| CONAGRA FOODS INC COM        | COM            | 205887102 | 562    | 23,812  |
| CONEXANT SYS INC             | COM            | 207142100 | 49     | 11,610  |
| CONEXANT SYS INC             | COM            | 207142100 | 6      | 1,448   |
| CONOCO/PHILLIPS              | COM            | 20825C104 | 2,809  | 51,260  |
| CONOCO/PHILLIPS              | COM            | 20825C104 | 476    | 8,678   |
| CONSOLIDATED EDISON INC      | COM            | 209115104 | 204    | 4,711   |
| CONSOLIDATED EDISON INC      | COM            | 209115104 | 110    | 2,550   |
| COOPER CAMERON CORP          | COM            | 216640102 | 550    | 10,909  |
| COOPER CAMERON CORP          | COM            | 216640102 | 21     | 425     |
| COSTCO WHSL CORP             | COM            | 22160K105 | 533    | 14,570  |
| COSTCO WHSL CORP             | COM            | 22160K105 | 132    | 3,610   |
| COX COMMUNICATIONS INC NEW   | CL A           | 224044107 | 26,852 | 841,749 |
| DTE ENERGY CO                | COM            | 233331107 | 196    | 5,063   |
| DTE ENERGY CO                | COM            | 233331107 | 28     | 725     |
| DEERE & CO                   | COM            | 244199105 | 180    | 3,933   |
| DEERE & CO                   | COM            | 244199105 | 110    | 2,400   |
| DEL MONTE FOODS CO           | COM            | 24522P103 | 119    | 13,477  |
| DEL MONTE FOODS CO           | COM            | 24522P103 | 26     | 2,962   |
| DELL COMPUTER CORP           | COM            | 247025109 | 5,529  | 173,656 |
| DELL COMPUTER CORP           | COM            | 247025109 | 915    | 28,748  |
| DELPHI CORP                  | COM            | 247126105 | 226    | 26,207  |
| DELPHI CORP                  | COM            | 247126105 | 40     | 4,692   |
| DELTA AIR LINES INC          | COM            | 247361108 | 130    | 8,865   |
| DELTA AIR LINES INC          | COM            | 247361108 | 39     | 2,688   |
| DELTIC TIMBER CORP           | COM            | 247850100 | 1,907  | 67,028  |
| DEUTSCHE TELEKOM AG          | SPONSORED ADR  | 251566105 | 200    | 13,126  |
| DEVON ENERGY CORPORATION NEW | COM            | 25179M103 | 314    | 5,889   |
| DEVON ENERGY CORPORATION NEW | COM            | 25179M103 | 2      | 30      |
| DIAL CORP NEW COM            | COM            | 25247D101 | 736    | 37,863  |
| DIAL CORP NEW COM            | COM            | 25247D101 | 121    | 6,221   |
| DIEBOLD INC                  | COM            | 253651103 | 300    | 6,945   |
| WALT DISNEY COMPANY          | COM DISNEY     | 254687106 | 3,072  | 155,536 |
| WALT DISNEY COMPANY          | COM DISNEY     | 254687106 | 1,109  | 56,174  |
| DOMINION RES INC VA NEW      | COM            | 25746U109 | 980    | 15,256  |
| DOMINION RES INC VA NEW      | COM            | 25746U109 | 35     | 545     |
| DOVER CORP                   | COM            | 260003108 | 392    | 13,071  |
| DOVER CORP                   | COM            | 260003108 | 112    | 3,745   |
| DOW CHEM CO COM              | COM            | 260543103 | 853    | 27,545  |
| DOW CHEM CO COM              | COM            | 260543103 | 342    | 11,062  |
| DREYFUS STRATEGIC MUNS INC   | COM            | 261932107 | 502    | 50,000  |
| DREYFUS STRATEGIC MUNS INC   | COM            | 261932107 | 34     | 3,400   |

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|---------------------------------|----------------|-----------|--------|-----------|
| DREYFUS STRATEGIC MUN BD FD INC | COM            | 26202F107 | 459    | 51,548    |
| DU PONT E I DE NEMOURS & CO     | COM            | 263534109 | 10,975 | 263,579   |
| DU PONT E I DE NEMOURS & CO     | COM            | 263534109 | 2,788  | 66,952    |
| DUKE ENERGY CORP                | COM            | 264399106 | 1,824  | 91,444    |
| DUKE ENERGY CORP                | COM            | 264399106 | 489    | 24,504    |
| DURECT CORP                     | COM            | 266605104 | 121    | 50,281    |
| E M C CORP MASS                 | COM            | 268648102 | 843    | 80,546    |
| E M C CORP MASS                 | COM            | 268648102 | 382    | 36,509    |
| E TRADE GROUP INC               | COM            | 269246104 | 172    | 20,250    |
| E TRADE GROUP INC               | COM            | 269246104 | 5      | 550       |
| EATON CORP                      | COM            | 278058102 | 387    | 4,917     |
| EATON CORP                      | COM            | 278058102 | 7      | 95        |
| EATON VANCE MUNI INC TR FD      | SH BEN INT     | 27826U108 | 505    | 33,332    |
| EATON VANCE INS MUN BD FD       | COM            | 27827X101 | 293    | 20,000    |
| EBAY INC                        | COM            | 278642103 | 204    | 1,964     |
| EBAY INC                        | COM            | 278642103 | 8      | 80        |
| EL PASO CORP                    | COM            | 28336L109 | 80     | 9,898     |
| EL PASO CORP                    | COM            | 28336L109 | 50     | 6,229     |
| ELECTRONIC ARTS                 | COM            | 285512109 | 6      | 85        |
| ELECTRONIC ARTS                 | COM            | 285512109 | 251    | 3,400     |
| ELECTRONIC DATA SYS CORP NEW    | COM            | 285661104 | 4,411  | 205,655   |
| ELECTRONIC DATA SYS CORP NEW    | COM            | 285661104 | 854    | 39,828    |
| EMERSON ELECTRIC CO             | COM            | 291011104 | 2,414  | 47,240    |
| EMERSON ELECTRIC CO             | COM            | 291011104 | 616    | 12,055    |
| ENERGEN CORP                    | COM            | 29265N108 | 237    | 7,105     |
| ENERGEN CORP                    | COM            | 29265N108 | 235    | 7,050     |
| ENERGYSOUTH INC                 | COM            | 292970100 | 1,520  | 46,829    |
| ENERGYSOUTH INC                 | COM            | 292970100 | 97     | 3,000     |
| THE ENSTAR GROUP INC            | COM            | 29358R107 | 857    | 21,607    |
| ENTERASYS NETWORKS INC          | COM            | 293637104 | 48     | 15,696    |
| ENERGY CORP                     | COM            | 29364G103 | 262    | 4,956     |
| ENERGY CORP                     | COM            | 29364G103 | 77     | 1,455     |
| EXELON CORP                     | COM            | 30161N101 | 673    | 11,255    |
| EXELON CORP                     | COM            | 30161N101 | 121    | 2,019     |
| EXXON MOBIL CORP                | COM            | 30231G102 | 40,709 | 1,133,633 |
| EXXON MOBIL CORP                | COM            | 30231G102 | 14,906 | 415,086   |
| FPL GROUP INC                   | COM            | 302571104 | 2,130  | 31,863    |
| FPL GROUP INC                   | COM            | 302571104 | 232    | 3,470     |
| FAMILY DOLLAR STORES INC        | COM            | 307000109 | 1,233  | 32,310    |
| FAMILY DOLLAR STORES INC        | COM            | 307000109 | 150    | 3,920     |
| FREDDIE MAC                     | COM            | 313400301 | 1,138  | 22,425    |
| FREDDIE MAC                     | COM            | 313400301 | 41     | 805       |
| FEDERAL NATIONAL MORTGAGE ASSN  | COM            | 313586109 | 3,617  | 53,629    |
| FEDERAL NATIONAL MORTGAGE ASSN  | COM            | 313586109 | 909    | 13,485    |
| FEDEX CORP                      | COM            | 31428X106 | 6,883  | 110,966   |
| FEDEX CORP                      | COM            | 31428X106 | 539    | 8,689     |
| FIRST DATA CORP                 | COM            | 319963104 | 4,424  | 106,746   |
| FIRST DATA CORP                 | COM            | 319963104 | 391    | 9,440     |
| FIRST TENNESSEE NATIONAL CORP   | COM            | 337162101 | 1,019  | 23,200    |
| FIRST TENNESSEE NATIONAL CORP   | COM            | 337162101 | 168    | 3,825     |
| FIRST VIRGINIA BANKSHARES, INC. | COM            | 337477103 | 839    | 19,450    |
| FIRSTENERGY CORP                | COM            | 337932107 | 271    | 7,056     |
| FIRSTENERGY CORP                | COM            | 337932107 | 7      | 190       |
| FLEETBOSTON FINL CORP           | COM            | 339030108 | 657    | 22,112    |
| FLEETBOSTON FINL CORP           | COM            | 339030108 | 68     | 2,302     |
| FLEMING COMPANIES INC           | COM            | 339130106 | 2      | 16,350    |
| FLORIDA ROCK INDS INC           | COM            | 341140101 | 394    | 9,534     |
| FLORIDA ROCK INDS INC           | COM            | 341140101 | 44     | 1,057     |
| FOOT LOCKER INC                 | COM            | 344849104 | 231    | 17,440    |
| FORD MTR CO DEL                 | COM PAR \$0.01 | 345370860 | 259    | 23,547    |
| FORD MTR CO DEL                 | COM PAR \$0.01 | 345370860 | 162    | 14,701    |
| FOREST LABS INC                 | COM            | 345838106 | 2,381  | 43,495    |

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|-------------------------------|---------------|-----------|--------|-----------|
| FOREST LABS INC               | COM           | 345838106 | 288    | 5,255     |
| FORTUNE BRANDS INC            | COM           | 349631101 | 795    | 15,223    |
| FORTUNE BRANDS INC            | COM           | 349631101 | 133    | 2,550     |
| FRANKLIN RES INC              | COM           | 354613101 | 530    | 13,578    |
| FRANKLIN RES INC              | COM           | 354613101 | 4      | 100       |
| GALLAGHER ARTHUR J & CO       | COM           | 363576109 | 434    | 15,955    |
| GALLAGHER ARTHUR J & CO       | COM           | 363576109 | 11     | 400       |
| GALLAHER GROUP PLC            | SPONSORED ADR | 363595109 | 358    | 9,050     |
| GALLAHER GROUP PLC            | SPONSORED ADR | 363595109 | 48     | 1,200     |
| GANNETT INC                   | COM           | 364730101 | 1,583  | 20,608    |
| GANNETT INC                   | COM           | 364730101 | 1,395  | 18,163    |
| GAP INC                       | COM           | 364760108 | 3,158  | 168,339   |
| GAP INC                       | COM           | 364760108 | 333    | 17,770    |
| GENENTECH INC                 | COM NEW       | 368710406 | 524    | 7,272     |
| GENENTECH INC                 | COM NEW       | 368710406 | 152    | 2,110     |
| GENERAL DYNAMICS CORP         | COM           | 369550108 | 1,374  | 18,949    |
| GENERAL DYNAMICS CORP         | COM           | 369550108 | 22     | 300       |
| GENERAL ELECTRIC CO           | COM           | 369604103 | 32,128 | 1,120,229 |
| GENERAL ELECTRIC CO           | COM           | 369604103 | 15,560 | 542,528   |
| GENERAL MILLS INC             | COM           | 370334104 | 2,042  | 43,073    |
| GENERAL MILLS INC             | COM           | 370334104 | 621    | 13,089    |
| GENERAL MOTORS CORP           | COM           | 370442105 | 1,976  | 54,892    |
| GENERAL MOTORS CORP           | COM           | 370442105 | 463    | 12,863    |
| GENERAL MTRS CORP CLASS H NEW | CL H NEW      | 370442832 | 1,279  | 99,862    |
| GENERAL MTRS CORP CLASS H NEW | CL H NEW      | 370442832 | 20     | 1,524     |
| GENUINE PARTS CO              | COM           | 372460105 | 1,408  | 43,976    |
| GENUINE PARTS CO              | COM           | 372460105 | 701    | 21,886    |
| GEORGIA PAC CORP (GA PAC GR)  | COM           | 373298108 | 1,870  | 98,661    |
| GEORGIA PAC CORP (GA PAC GR)  | COM           | 373298108 | 8      | 400       |
| GILLETTE CO                   | COM           | 375766102 | 4,159  | 130,554   |
| GILLETTE CO                   | COM           | 375766102 | 1,869  | 58,675    |
| GLAXO SMITHKLINE              | SPONSORED ADR | 37733W105 | 363    | 8,946     |
| GLAXO SMITHKLINE              | SPONSORED ADR | 37733W105 | 140    | 3,455     |
| GOODRICH CORP                 | COM           | 382388106 | 498    | 23,725    |
| GOODRICH CORP                 | COM           | 382388106 | 21     | 1,000     |
| GRAY TELEVISION INC           | CL A          | 389375205 | 173    | 14,068    |
| HCA-INC                       | COM           | 404119109 | 366    | 11,413    |
| HCA-INC                       | COM           | 404119109 | 8      | 260       |
| HCB BANCSHARES INC            | COM           | 40413N106 | 3,309  | 192,918   |
| HSBC HLDGS PLC                | SPON ADR NEW  | 404280406 | 228    | 3,861     |
| HSBC HLDGS PLC                | SPON ADR NEW  | 404280406 | 226    | 3,815     |
| HARLEY DAVIDSON INC           | COM           | 412822108 | 223    | 5,595     |
| HARLEY DAVIDSON INC           | COM           | 412822108 | 1      | 20        |
| HARTFORD FINL SVCS GROUP INC  | COM           | 416515104 | 232    | 4,599     |
| HARTFORD FINL SVCS GROUP INC  | COM           | 416515104 | 7      | 140       |
| HEALTHSOUTH CORP              | COM           | 421924101 | 16     | 29,910    |
| HEALTHSOUTH CORP              | COM           | 421924101 | 2      | 4,275     |
| HEALTH NET INC                | COM           | 42222G108 | 200    | 6,058     |
| HEALTH NET INC                | COM           | 42222G108 | 9      | 285       |
| HEINZ H J CO                  | COM           | 423074103 | 1,625  | 49,271    |
| HEINZ H J CO                  | COM           | 423074103 | 290    | 8,795     |
| HERSHEY FOODS CORP            | COM           | 427866108 | 274    | 3,935     |
| HERSHEY FOODS CORP            | COM           | 427866108 | 327    | 4,700     |
| HEWLETT PACKARD CO            | COM           | 428236103 | 2,276  | 106,859   |
| HEWLETT PACKARD CO            | COM           | 428236103 | 969    | 45,485    |
| HIBERNIA CORP                 | CL A          | 428656102 | 545    | 29,995    |
| HILTON HOTELS                 | COM           | 432848109 | 1,200  | 93,859    |
| HOME DEPOT INC                | COM           | 437076102 | 5,041  | 152,191   |
| HOME DEPOT INC                | COM           | 437076102 | 1,086  | 32,787    |
| HONEYWELL INTERNATIONAL INC   | COM           | 438516106 | 544    | 20,263    |
| HONEYWELL INTERNATIONAL INC   | COM           | 438516106 | 293    | 10,931    |
| HUNTINGTON BANCSHARES INC     | COM           | 446150104 | 195    | 10,000    |

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|--------------------------------|----------------|-----------|--------|---------|
| ILLINOIS TOOL WKS INC          | COM            | 452308109 | 301    | 4,578   |
| IMPAC MTG HLDGS INC (REITS)    | COM            | 45254P102 | 267    | 16,000  |
| INTEL CORP                     | COM            | 458140100 | 13,156 | 632,202 |
| INTEL CORP                     | COM            | 458140100 | 4,609  | 221,489 |
| INTL BUSINESS MACHINES CORP    | COM            | 459200101 | 11,550 | 140,004 |
| INTL BUSINESS MACHINES CORP    | COM            | 459200101 | 3,984  | 48,293  |
| INTERNATIONAL GAME TECHNOLOGY  | COM            | 459902102 | 1,109  | 10,834  |
| INTERNATIONAL PAPER CO         | COM            | 460146103 | 5,629  | 157,532 |
| INTERNATIONAL PAPER CO         | COM            | 460146103 | 1,206  | 33,745  |
| ISHARES TR                     | S&P SMLCP VALU | 464287879 | 139    | 1,700   |
| ISHARES TR                     | S&P SMLCP VALU | 464287879 | 122    | 1,500   |
| JP MORGAN CHASE & CO           | COM            | 46625H100 | 3,083  | 90,188  |
| JP MORGAN CHASE & CO           | COM            | 46625H100 | 1,065  | 31,162  |
| JEFFERSON PILOT CORP           | COM            | 475070108 | 3,860  | 93,095  |
| JEFFERSON PILOT CORP           | COM            | 475070108 | 3,979  | 95,975  |
| JOHNSON & JOHNSON              | COM            | 478160104 | 17,065 | 330,082 |
| JOHNSON & JOHNSON              | COM            | 478160104 | 4,775  | 92,361  |
| KLA - TENCOR CORPORATION       | COM            | 482480100 | 1,341  | 28,868  |
| KLA - TENCOR CORPORATION       | COM            | 482480100 | 186    | 4,000   |
| KELLOGG CO                     | COM            | 487836108 | 546    | 15,900  |
| KELLOGG CO                     | COM            | 487836108 | 412    | 12,000  |
| KEYCORP NEW                    | COM            | 493267108 | 1,258  | 49,796  |
| KEYCORP NEW                    | COM            | 493267108 | 133    | 5,250   |
| KIMBERLY CLARK CORP            | COM            | 494368103 | 2,375  | 45,552  |
| KIMBERLY CLARK CORP            | COM            | 494368103 | 2,095  | 40,176  |
| KINDER MORGAN EGY PTNS L P     | UT LTD PARTNER | 494550106 | 509    | 12,868  |
| KINDER MORGAN EGY PTNS L P     | UT LTD PARTNER | 494550106 | 21     | 525     |
| KNIGHT RIDDER INC              | COM            | 499040103 | 1,336  | 19,383  |
| KOHL'S CORP                    | COM            | 500255104 | 230    | 4,470   |
| KOHL'S CORP                    | COM            | 500255104 | 177    | 3,445   |
| KONINKLIJKE PHILIPS ELECTRS    | NY REG SH NEW  | 500472303 | 373    | 19,530  |
| KRAFT FOODS INC                | CL A           | 50075N104 | 1,323  | 40,655  |
| KRAFT FOODS INC                | CL A           | 50075N104 | 91     | 2,810   |
| KROGER CO                      | COM            | 501044101 | 171    | 10,235  |
| KROGER CO                      | COM            | 501044101 | 8      | 500     |
| LEGGETT & PLATT INC            | COM            | 524660107 | 1,087  | 53,000  |
| LEHMAN BROS HLDGS INC          | COM            | 524908100 | 1,537  | 23,113  |
| LEHMAN BROS HLDGS INC          | COM            | 524908100 | 206    | 3,104   |
| LILLY ELI & CO                 | COM            | 532457108 | 6,310  | 91,490  |
| LILLY ELI & CO                 | COM            | 532457108 | 1,867  | 27,077  |
| LIMITED BRANDS INC             | COM            | 532716107 | 145    | 9,343   |
| LIMITED BRANDS INC             | COM            | 532716107 | 20     | 1,300   |
| LINCOLN NATIONAL CORP IND      | COM            | 534187109 | 380    | 10,660  |
| LINCOLN NATIONAL CORP IND      | COM            | 534187109 | 88     | 2,469   |
| LIZ CLAIBORNE INC              | COM            | 539320101 | 1,194  | 33,863  |
| LIZ CLAIBORNE INC              | COM            | 539320101 | 66     | 1,880   |
| LOCKHEED MARTIN CORP           | COM            | 539830109 | 144    | 3,024   |
| LOCKHEED MARTIN CORP           | COM            | 539830109 | 196    | 4,117   |
| LOEWS CORP                     | COM            | 540424108 | 36     | 755     |
| LOEWS CORP                     | COM            | 540424108 | 851    | 18,000  |
| LOUISIANA PACIFIC CORP         | COM            | 546347105 | 1,035  | 95,464  |
| LOWES COS INC                  | COM            | 548661107 | 3,744  | 87,161  |
| LOWES COS INC                  | COM            | 548661107 | 403    | 9,374   |
| LUCENT TECHNOLOGIES INC        | COM            | 549463107 | 77     | 37,908  |
| LUCENT TECHNOLOGIES INC        | COM            | 549463107 | 24     | 12,059  |
| LUFKIN INDUSTRIES INCORPORATED | COM            | 549764108 | 684    | 27,984  |
| LUFKIN INDUSTRIES INCORPORATED | COM            | 549764108 | 734    | 30,000  |
| MBNA CORP                      | COM            | 55262L100 | 587    | 28,150  |
| MBNA CORP                      | COM            | 55262L100 | 24     | 1,162   |
| MANULIFE FINL CORP ADR         | COM            | 56501R106 | 662    | 23,466  |
| MARATHON OIL CORP              | COM            | 565849106 | 642    | 24,358  |
| MARATHON OIL CORP              | COM            | 565849106 | 81     | 3,062   |



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|                                 |               |           |        |         |
|---------------------------------|---------------|-----------|--------|---------|
| MARSH & MCLENNAN COS INC        | COM           | 571748102 | 2,568  | 50,290  |
| MARSH & MCLENNAN COS INC        | COM           | 571748102 | 550    | 10,763  |
| MARRIOTT INTL INC NEW           | CL A          | 571903202 | 2,572  | 66,934  |
| MARRIOTT INTL INC NEW           | CL A          | 571903202 | 373    | 9,700   |
| MASCO CORP                      | COM           | 574599106 | 273    | 11,443  |
| MASCO CORP                      | COM           | 574599106 | 468    | 19,620  |
| MATSUSHITA ELEC INDL LTD        | ADR           | 576879209 | 112    | 11,173  |
| MATSUSHITA ELEC INDL LTD        | ADR           | 576879209 | 5      | 507     |
| MAYTAG CORP                     | COM           | 578592107 | 15,462 | 633,189 |
| MAYTAG CORP                     | COM           | 578592107 | 57     | 2,350   |
| MCCORMICK & CO INC COMMON STOCK | COM NON VTG   | 579780206 | 919    | 33,798  |
| MCCORMICK & CO INC COMMON STOCK | COM NON VTG   | 579780206 | 48     | 1,776   |
| MCDONALDS CORP                  | COM           | 580135101 | 1,144  | 51,858  |
| MCDONALDS CORP                  | COM           | 580135101 | 458    | 20,760  |
| MCGRAW-HILL COMPANIES INC NEW   | COM           | 580645109 | 725    | 11,688  |
| MCGRAW-HILL COMPANIES INC NEW   | COM           | 580645109 | 74     | 1,200   |
| MCKESSON CORPORATION            | COM           | 58155Q103 | 221    | 6,183   |
| MCKESSON CORPORATION            | COM           | 58155Q103 | 128    | 3,583   |
| MEADWESTVACO CORP               | COM           | 583334107 | 183    | 7,398   |
| MEADWESTVACO CORP               | COM           | 583334107 | 1,963  | 79,488  |
| MEDIMMUNE INC                   | COM           | 584699102 | 1,204  | 33,101  |
| MEDIMMUNE INC                   | COM           | 584699102 | 157    | 4,310   |
| MEDTRONIC INC                   | COM           | 585055106 | 4,408  | 91,893  |
| MEDTRONIC INC                   | COM           | 585055106 | 1,428  | 29,762  |
| MELLON FINL CORP                | COM           | 58551A108 | 237    | 8,536   |
| MELLON FINL CORP                | COM           | 58551A108 | 33     | 1,200   |
| MERCK & CO INC                  | COM           | 589331107 | 16,900 | 279,103 |
| MERCK & CO INC                  | COM           | 589331107 | 8,705  | 143,758 |
| MERRILL LYNCH & CO INC          | COM           | 590188108 | 416    | 8,905   |
| MERRILL LYNCH & CO INC          | COM           | 590188108 | 4      | 75      |
| METLIFE INC                     | COM           | 59156R108 | 218    | 7,681   |
| METLIFE INC                     | COM           | 59156R108 | 14     | 488     |
| MICROSOFT CORP                  | COM           | 594918104 | 13,729 | 535,465 |
| MICROSOFT CORP                  | COM           | 594918104 | 3,724  | 145,261 |
| MID-AMER APT CMNTYS INC (REIT)  | COM           | 59522J103 | 210    | 7,760   |
| MIDCAP SPDR TR                  | UNIT SER 1    | 595635103 | 209    | 2,381   |
| MIRANT CORP                     | COM           | 604675108 | 65     | 22,494  |
| MIRANT CORP                     | COM           | 604675108 | 32     | 11,170  |
| MINIBISHI TOKYO FINL GROUP      | SPONSORED ADR | 606816106 | 78     | 16,935  |
| MOODYS CORP                     | COM           | 615369105 | 360    | 6,835   |
| MOODYS CORP                     | COM           | 615369105 | 42     | 800     |
| MORGAN STANLEY                  | COM NEW       | 617446448 | 6,631  | 155,117 |
| MORGAN STANLEY                  | COM NEW       | 617446448 | 629    | 14,705  |
| MOTOROLA INC                    | COM           | 620076109 | 1,090  | 115,555 |
| MOTOROLA INC                    | COM           | 620076109 | 369    | 39,150  |
| MURPHY OIL CORP                 | COM           | 626717102 | 1,936  | 36,799  |
| NASDAQ 100 TR                   | UNIT SER 1    | 631100104 | 313    | 10,467  |
| NASDAQ 100 TR                   | UNIT SER 1    | 631100104 | 81     | 2,720   |
| NATIONAL CITY CORP              | CL A          | 635405103 | 424    | 12,966  |
| NATIONAL CITY CORP              | CL A          | 635405103 | 67     | 2,060   |
| NATIONAL COMM FINL CORP         | COM           | 63545P104 | 742    | 33,418  |
| NATIONAL COMM FINL CORP         | COM           | 63545P104 | 112    | 5,043   |
| NETWORK APPLIANCE INC DELEWARE  | COM           | 64120L104 | 444    | 27,640  |
| NETWORK APPLIANCE INC DELEWARE  | COM           | 64120L104 | 12     | 730     |
| NEW YORK TIMES CO CL A          | CL A          | 650111107 | 324    | 7,114   |
| NEW YORK TIMES CO CL A          | CL A          | 650111107 | 9      | 200     |
| NEWELL RUBBERMAID INC           | COM           | 651229106 | 37     | 1,308   |
| NEWELL RUBBERMAID INC           | COM           | 651229106 | 302    | 10,800  |
| NEWMONT MINING CORP (NEW)       | COM           | 651639106 | 5,779  | 178,039 |
| NEWMONT MINING CORP (NEW)       | COM           | 651639106 | 491    | 15,121  |
| NEXTEL COMMUNICATIONS INC       | CL A          | 65332V103 | 195    | 10,768  |
| NEXTEL COMMUNICATIONS INC       | CL A          | 65332V103 | 9      | 505     |

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|------------------------------|----------------|-----------|--------|---------|
| NIKE INC CL B                | CL B           | 654106103 | 737    | 13,785  |
| NIKE INC CL B                | CL B           | 654106103 | 64     | 1,200   |
| NOKIA CORP                   | SPONSORED ADR  | 654902204 | 849    | 51,689  |
| NOKIA CORP                   | SPONSORED ADR  | 654902204 | 652    | 39,708  |
| NORFOLK SOUTHERN CORPORATION | COM            | 655844108 | 396    | 20,621  |
| NORFOLK SOUTHERN CORPORATION | COM            | 655844108 | 403    | 20,967  |
| NORTHERN BORDER PARTNERS L P | UNIT LTD PARTN | 664785102 | 246    | 5,900   |
| NORTHERN BORDER PARTNERS L P | UNIT LTD PARTN | 664785102 | 63     | 1,500   |
| NORTHERN TRUST CORP          | COM            | 665859104 | 250    | 6,005   |
| NORTHERN TRUST CORP          | COM            | 665859104 | 4      | 100     |
| NORTHROP GRUMMAN CORP        | COM            | 666807102 | 3,700  | 42,879  |
| NORTHROP GRUMMAN CORP        | COM            | 666807102 | 569    | 6,589   |
| NUCOR CORP                   | COM            | 670346105 | 134    | 2,735   |
| NUCOR CORP                   | COM            | 670346105 | 78     | 1,600   |
| NVIDIA CORP                  | COM            | 67066G104 | 1,663  | 72,585  |
| NVIDIA CORP                  | COM            | 67066G104 | 183    | 8,000   |
| NUVEEN DIVIDEND ADV MUNI 3   | COM SH BEN INT | 67070X101 | 289    | 20,000  |
| NUVEEN INSD DIVID ADVANTAGE  | COM            | 67071L106 | 154    | 10,000  |
| OGE ENERGY CORP              | COM            | 670837103 | 174    | 8,128   |
| OGE ENERGY CORP              | COM            | 670837103 | 29     | 1,350   |
| NUVEEN MUN VALUE FD INC      | COM            | 670928100 | 215    | 22,761  |
| NUVEEN MUN VALUE FD INC      | COM            | 670928100 | 13     | 1,333   |
| NUVEEN TEX QUAL INCM MUN FD  | COM            | 670983105 | 762    | 49,800  |
| OCCIDENTAL PETE CORP         | COM            | 674599105 | 340    | 10,130  |
| OCCIDENTAL PETE CORP         | COM            | 674599105 | 8      | 240     |
| OFFICE DEPOT INC             | COM            | 676220106 | 199    | 13,702  |
| OFFICE DEPOT INC             | COM            | 676220106 | 30     | 2,100   |
| OLD REPUBLIC INTL CORP       | COM            | 680223104 | 361    | 10,544  |
| OLD REPUBLIC INTL CORP       | COM            | 680223104 | 10,982 | 320,446 |
| OMNICOM GROUP                | COM            | 681919106 | 76     | 1,055   |
| OMNICOM GROUP                | COM            | 681919106 | 495    | 6,900   |
| ORACLE CORPORATION           | COM            | 68389X105 | 3,812  | 317,400 |
| ORACLE CORPORATION           | COM            | 68389X105 | 617    | 51,360  |
| PNC FINANCIAL SERVICES GROUP | COM            | 693475105 | 627    | 12,850  |
| PNC FINANCIAL SERVICES GROUP | COM            | 693475105 | 69     | 1,410   |
| PPG INDUSTRIES INC           | COM            | 693506107 | 241    | 4,750   |
| PPG INDUSTRIES INC           | COM            | 693506107 | 193    | 3,800   |
| PACCAR INC                   | COM            | 693718108 | 224    | 3,300   |
| PACCAR INC                   | COM            | 693718108 | 82     | 1,206   |
| PARKER HANNIFIN CORP         | COM            | 701094104 | 252    | 6,005   |
| PARKER HANNIFIN CORP         | COM            | 701094104 | 5      | 120     |
| PEOPLES BANCTRUST INC        | COM            | 709796106 | 5,837  | 389,100 |
| PEPSICO INC                  | COM            | 713448108 | 12,631 | 283,834 |
| PEPSICO INC                  | COM            | 713448108 | 3,032  | 68,145  |
| PFIZER INC                   | COM            | 717081103 | 24,997 | 731,971 |
| PFIZER INC                   | COM            | 717081103 | 7,130  | 208,785 |
| PIMCO MUN INCOME FD II       | COM            | 72200W106 | 297    | 20,000  |
| PIMCO MUN INCOME FD III      | COM            | 72201A103 | 288    | 19,500  |
| PIMCO MUN INCOME FD III      | COM            | 72201A103 | 24     | 1,650   |
| PIONEER NATURAL RESOURCES CO | COM            | 723787107 | 1,044  | 40,000  |
| PITNEY BOWES INC             | COM            | 724479100 | 1,328  | 34,571  |
| PITNEY BOWES INC             | COM            | 724479100 | 426    | 11,100  |
| PLUM CREEK TIMBER CO INC     | COM            | 729251108 | 2,480  | 95,560  |
| PLUM CREEK TIMBER CO INC     | COM            | 729251108 | 81     | 3,109   |
| PRAXAIR INC                  | COM            | 74005P104 | 218    | 3,635   |
| PRAXAIR INC                  | COM            | 74005P104 | 123    | 2,040   |
| PROASSURANCE CORP            | COM            | 74267C106 | 323    | 11,952  |
| PROASSURANCE CORP            | COM            | 74267C106 | 44     | 1,633   |
| PROCTER & GAMBLE CO          | COM            | 742718109 | 12,891 | 144,550 |
| PROCTER & GAMBLE CO          | COM            | 742718109 | 7,346  | 82,371  |
| PROGRESS ENERGY INC          | COM            | 743263105 | 829    | 18,893  |
| PROGRESS ENERGY INC          | COM            | 743263105 | 150    | 3,422   |

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|                                 |                |           |        |           |
|---------------------------------|----------------|-----------|--------|-----------|
| PROGRESSIVE CORP OHIO           | COM            | 743315103 | 487    | 6,666     |
| PROGRESSIVE CORP OHIO           | COM            | 743315103 | 14     | 188       |
| PROTECTIVE LIFE CORP            | COM            | 743674103 | 1,123  | 41,965    |
| PROTECTIVE LIFE CORP            | COM            | 743674103 | 5,143  | 192,257   |
| PROVIDIAN FINL CORP             | COM            | 74406A102 | 77     | 8,304     |
| PROVIDIAN FINL CORP             | COM            | 74406A102 | 275    | 29,680    |
| PUBLIC SVC ENTERPRISE GROUP INC | COM            | 744573106 | 270    | 6,382     |
| PUBLIC SVC ENTERPRISE GROUP INC | COM            | 744573106 | 144    | 3,412     |
| PUTNAM INVT GRADE MUN TR        | COM            | 746805100 | 365    | 31,000    |
| PUTNAM MANAGED MUN INCOME TR    | COM            | 746823103 | 2,654  | 330,884   |
| QUALCOMM INC                    | COM            | 747525103 | 900    | 25,050    |
| QUALCOMM INC                    | COM            | 747525103 | 751    | 20,884    |
| QUEST DIAGNOSTICS INC           | COM            | 74834L100 | 230    | 3,604     |
| QUEST DIAGNOSTICS INC           | COM            | 74834L100 | 7      | 115       |
| QUESTAR CORP                    | COM            | 748356102 | 437    | 13,050    |
| RAYTHEON CO (NEW)               | COM NEW        | 755111507 | 3,346  | 101,889   |
| RAYTHEON CO (NEW)               | COM NEW        | 755111507 | 521    | 15,865    |
| REGIONS FINANCIAL CORP          | COM            | 758940100 | 88,277 | 2,613,288 |
| REGIONS FINANCIAL CORP          | COM            | 758940100 | 51,059 | 1,511,513 |
| RELIANT RES INC                 | COM            | 75952B105 | 51     | 8,312     |
| RELIANT RES INC                 | COM            | 75952B105 | 30     | 4,882     |
| ROCKWELL AUTOMATION INC         | COM            | 773903109 | 299    | 12,560    |
| ROCKWELL AUTOMATION INC         | COM            | 773903109 | 36     | 1,494     |
| ROCKWELL COLLINS INC            | COM            | 774341101 | 293    | 11,910    |
| ROCKWELL COLLINS INC            | COM            | 774341101 | 37     | 1,494     |
| ROYAL DUTCH PETROLEUM CO ADR    | NY REG EUR.56  | 780257804 | 2,885  | 61,875    |
| ROYAL DUTCH PETROLEUM CO ADR    | NY REG EUR.56  | 780257804 | 550    | 11,808    |
| RUBY TUESDAY INC                | COM            | 781182100 | 6,522  | 263,721   |
| RUBY TUESDAY INC                | COM            | 781182100 | 211    | 8,528     |
| SBC COMMUNICATIONS INC NEW      | COM            | 78387G103 | 5,320  | 208,240   |
| SBC COMMUNICATIONS INC NEW      | COM            | 78387G103 | 1,433  | 56,072    |
| SPDR TR                         | UNIT SER 1     | 78462F103 | 7,173  | 73,476    |
| SPDR TR                         | UNIT SER 1     | 78462F103 | 1,012  | 10,370    |
| SABINE ROYALTY TRUST INTEREST   | UNIT BEN INT   | 785688102 | 320    | 12,010    |
| ST PAUL COS INC                 | COM            | 792860108 | 266    | 7,295     |
| ST PAUL COS INC                 | COM            | 792860108 | 166    | 4,548     |
| SAKS INC                        | COM            | 79377W108 | 223    | 23,026    |
| SAKS INC                        | COM            | 79377W108 | 1      | 132       |
| SANMINA CORP                    | COM            | 800907107 | 23     | 3,714     |
| SANMINA CORP                    | COM            | 800907107 | 58     | 9,196     |
| SARA LEE CORP                   | COM            | 803111103 | 526    | 27,962    |
| SARA LEE CORP                   | COM            | 803111103 | 3,286  | 174,683   |
| SCANA CORP NEW                  | COM            | 80589M102 | 891    | 25,984    |
| SCANA CORP NEW                  | COM            | 80589M102 | 240    | 6,997     |
| SCHERING-PLOUGH CORP            | COM            | 806605101 | 1,107  | 59,515    |
| SCHERING-PLOUGH CORP            | COM            | 806605101 | 423    | 22,760    |
| SCHLUMBERGER LTD ADR            | COM            | 806857108 | 3,279  | 68,940    |
| SCHLUMBERGER LTD ADR            | COM            | 806857108 | 1,275  | 26,801    |
| SCHWAB CHARLES CORP NEW         | COM            | 808513105 | 433    | 42,923    |
| SCHWAB CHARLES CORP NEW         | COM            | 808513105 | 7      | 671       |
| SCUDDER MUN INCOME TR           | COM SH BEN INT | 81118R604 | 508    | 41,000    |
| SEARS ROEBUCK & CO              | COM            | 812387108 | 272    | 8,092     |
| SEARS ROEBUCK & CO              | COM            | 812387108 | 152    | 4,509     |
| SERVICEMASTER CO                | COM            | 81760N109 | 1,056  | 98,680    |
| SKYWORKS SOLUTIONS INC          | COM            | 83088M102 | 69     | 10,152    |
| SKYWORKS SOLUTIONS INC          | COM            | 83088M102 | 3      | 507       |
| SMITH INTL INC                  | COM            | 832110100 | 419    | 11,400    |
| SMITH INTL INC                  | COM            | 832110100 | 4      | 100       |
| SONOCO PRODUCTS CO              | COM            | 835495102 | 72     | 3,000     |
| SONOCO PRODUCTS CO              | COM            | 835495102 | 149    | 6,220     |
| SOUTHERN CO                     | COM            | 842587107 | 7,181  | 230,465   |
| SOUTHERN CO                     | COM            | 842587107 | 2,791  | 89,577    |

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|                                 |                |           |       |         |
|---------------------------------|----------------|-----------|-------|---------|
| SOUTHTRUST CORP                 | COM            | 844730101 | 5,706 | 211,348 |
| SOUTHTRUST CORP                 | COM            | 844730101 | 7,085 | 262,392 |
| SOUTHWEST AIRLINES CO           | COM            | 844741108 | 1,127 | 65,517  |
| SOUTHWEST AIRLINES CO           | COM            | 844741108 | 110   | 6,413   |
| SPRINT CORP                     | PCS COM SER 1  | 852061506 | 127   | 22,156  |
| SPRINT CORP                     | PCS COM SER 1  | 852061506 | 7     | 1,272   |
| STATE STR CORP                  | COM            | 857477103 | 327   | 8,305   |
| STATE STR CORP                  | COM            | 857477103 | 4     | 94      |
| STRYKER CORP                    | COM            | 863667101 | 426   | 6,139   |
| STRYKER CORP                    | COM            | 863667101 | 10    | 141     |
| SUN LIFE FINANCIAL SVCS CAN ADR | COM            | 866796105 | 242   | 11,667  |
| SUN MICROSYSTEMS INC            | COM            | 866810104 | 586   | 126,126 |
| SUN MICROSYSTEMS INC            | COM            | 866810104 | 118   | 25,300  |
| SUNTRUST BANKS INC              | COM            | 867914103 | 1,691 | 28,497  |
| SUNTRUST BANKS INC              | COM            | 867914103 | 1,022 | 17,218  |
| SYMANTEC CORP                   | COM            | 871503108 | 136   | 3,094   |
| SYMANTEC CORP                   | COM            | 871503108 | 98    | 2,225   |
| SYNOVUS FINANCIAL CORP          | COM            | 87161C105 | 637   | 29,631  |
| SYNOVUS FINANCIAL CORP          | COM            | 87161C105 | 2,451 | 113,985 |
| SYSCO CORP                      | COM            | 871829107 | 1,923 | 64,028  |
| SYSCO CORP                      | COM            | 871829107 | 143   | 4,765   |
| TEPPCO PARTNERS LP              | UT LTD PARTNER | 872384102 | 498   | 13,600  |
| TXU CORP                        | COM            | 873168108 | 331   | 14,742  |
| TXU CORP                        | COM            | 873168108 | 27    | 1,206   |
| TARGET CORP                     | COM            | 87612E106 | 3,339 | 88,236  |
| TARGET CORP                     | COM            | 87612E106 | 775   | 20,493  |
| TELEFONICA S. A.                | SPONSORED ADR  | 879382208 | 427   | 12,343  |
| TELEFONICA S. A.                | SPONSORED ADR  | 879382208 | 7     | 216     |
| TELEPHONE & DATA SYS INC        | COM            | 879433100 | 644   | 12,957  |
| TEMPLETON GLOBAL INCOME FD INC  | COM            | 880198106 | 112   | 13,707  |
| TEMPLETON GLOBAL INCOME FD INC  | COM            | 880198106 | 8     | 1,000   |
| TERADYNE INC                    | COM            | 880770102 | 211   | 12,179  |
| TERADYNE INC                    | COM            | 880770102 | 14    | 800     |
| TEXAS INSTRUMENTS INC           | COM            | 882508104 | 3,715 | 211,081 |
| TEXAS INSTRUMENTS INC           | COM            | 882508104 | 537   | 30,517  |
| TEXTRON INC                     | COM            | 883203101 | 316   | 8,105   |
| THORNBURG MTG INC (REIT)        | COM            | 885218107 | 207   | 8,370   |
| 3M CO                           | COM            | 88579Y101 | 3,242 | 25,138  |
| 3M CO                           | COM            | 88579Y101 | 2,402 | 18,622  |
| TORCHMARK CORP                  | COM            | 891027104 | 3,837 | 103,017 |
| TORCHMARK CORP                  | COM            | 891027104 | 9,288 | 249,350 |
| TRAVELERS PPTY CAS CORP NEW     | CL A           | 89420G109 | 366   | 23,043  |
| TRAVELERS PPTY CAS CORP NEW     | CL A           | 89420G109 | 59    | 3,706   |
| TRIZEC PROPERTIES INC (REIT)    | COM            | 89687P107 | 660   | 58,045  |
| TYCO INTL LTD NEW ADR           | COM            | 902124106 | 282   | 14,855  |
| TYCO INTL LTD NEW ADR           | COM            | 902124106 | 24    | 1,274   |
| UST INC                         | COM            | 902911106 | 1,595 | 45,544  |
| UST INC                         | COM            | 902911106 | 102   | 2,900   |
| US BANCORP DEL COM NEW          | COM NEW        | 902973304 | 5,792 | 236,399 |
| US BANCORP DEL COM NEW          | COM NEW        | 902973304 | 19    | 764     |
| UNION PACIFIC CORP              | COM            | 907818108 | 1,500 | 25,857  |
| UNION PACIFIC CORP              | COM            | 907818108 | 240   | 4,131   |
| UNION PLANTERS CORP             | COM            | 908068109 | 2,197 | 70,787  |
| UNION PLANTERS CORP             | COM            | 908068109 | 7,576 | 244,145 |
| UNITED PARCEL SVC INC           | CL B           | 911312106 | 73    | 1,144   |
| UNITED PARCEL SVC INC           | CL B           | 911312106 | 285   | 4,477   |
| UNITED SEC BANCSHARES INC       | SHS            | 911459105 | 2,558 | 56,320  |
| UNITED SEC BANCSHARES INC       | SHS            | 911459105 | 23    | 500     |
| UNITED TECHNOLOGIES CORP        | COM            | 913017109 | 1,786 | 25,209  |
| UNITED TECHNOLOGIES CORP        | COM            | 913017109 | 557   | 7,864   |
| UNITEDHEALTH GROUP INC          | COM            | 91324P102 | 527   | 10,492  |
| UNITEDHEALTH GROUP INC          | COM            | 91324P102 | 44    | 868     |

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|                               |               |           |        |         |
|-------------------------------|---------------|-----------|--------|---------|
| UNOCAL CORP                   | COM           | 915289102 | 195    | 6,798   |
| UNOCAL CORP                   | COM           | 915289102 | 29     | 1,000   |
| UNUMPROVIDENT CORP            | COM           | 91529Y106 | 12     | 880     |
| UNUMPROVIDENT CORP            | COM           | 91529Y106 | 332    | 24,795  |
| V F CORP                      | COM           | 918204108 | 1,701  | 50,066  |
| V F CORP                      | COM           | 918204108 | 272    | 8,000   |
| VERIZON COMMUNICATIONS        | COM           | 92343V104 | 8,473  | 214,769 |
| VERIZON COMMUNICATIONS        | COM           | 92343V104 | 2,580  | 65,401  |
| VIACOM INC                    | CL B          | 925524308 | 2,909  | 66,637  |
| VIACOM INC                    | CL B          | 925524308 | 182    | 4,161   |
| VIVENDI UNIVERSAL             | SPON ADR NEW  | 92851S204 | 1,368  | 74,184  |
| VIVENDI UNIVERSAL             | SPON ADR NEW  | 92851S204 | 12     | 656     |
| VODAFONE GROUP PLC NEW        | SPONSORED ADR | 92857W100 | 528    | 26,881  |
| VODAFONE GROUP PLC NEW        | SPONSORED ADR | 92857W100 | 288    | 14,651  |
| VULCAN MATERIALS CO           | COM           | 929160109 | 5,486  | 147,982 |
| VULCAN MATERIALS CO           | COM           | 929160109 | 9,768  | 263,501 |
| WACHOVIA CORP                 | COM           | 929903102 | 3,577  | 89,505  |
| WACHOVIA CORP                 | COM           | 929903102 | 752    | 18,815  |
| WADDELL & REED FINL INC CL A  | CL A          | 930059100 | 387    | 15,081  |
| WADDELL & REED FINL INC CL A  | CL A          | 930059100 | 2,596  | 101,135 |
| WAL MART STORES INC           | COM           | 931142103 | 15,046 | 280,350 |
| WAL MART STORES INC           | COM           | 931142103 | 4,764  | 88,762  |
| WALGREEN CO                   | COM           | 931422109 | 2,436  | 80,947  |
| WALGREEN CO                   | COM           | 931422109 | 102    | 3,389   |
| WASHINGTON MUTUAL INC         | COM           | 939322103 | 3,439  | 83,277  |
| WASHINGTON MUTUAL INC         | COM           | 939322103 | 448    | 10,846  |
| WASTE MANAGEMENT COM          | COM           | 94106L109 | 1,223  | 50,778  |
| WELLPOINT HEALTH NETWORKS INC | COM           | 94973H108 | 211    | 2,500   |
| WELLPOINT HEALTH NETWORKS INC | COM           | 94973H108 | 12     | 148     |
| WELLS FARGO & CO NEW          | COM           | 949746101 | 6,354  | 126,064 |
| WELLS FARGO & CO NEW          | COM           | 949746101 | 940    | 18,645  |
| WEYERHAEUSER CO               | COM           | 962166104 | 2,805  | 51,945  |
| WEYERHAEUSER CO               | COM           | 962166104 | 306    | 5,669   |
| WILLIAMS COS INC              | COM           | 969457100 | 113    | 14,300  |
| WILLIAMS COS INC              | COM           | 969457100 | 54     | 6,850   |
| WILMINGTON TR CORP            | COM           | 971807102 | 308    | 10,500  |
| WILMINGTON TR CORP            | COM           | 971807102 | 9      | 300     |
| WISCONSIN ENERGY CORP         | COM           | 976657106 | 414    | 14,275  |
| WISCONSIN ENERGY CORP         | COM           | 976657106 | 3      | 110     |
| WRIGLEY WM JR CO              | COM           | 982526105 | 3,017  | 53,659  |
| WRIGLEY WM JR CO              | COM           | 982526105 | 742    | 13,200  |
| WYETH                         | COM           | 983024100 | 11,718 | 257,258 |
| WYETH                         | COM           | 983024100 | 4,334  | 95,150  |
| XTO ENERGY INC                | COM           | 98385X106 | 306    | 15,240  |
| XILINX INC                    | COM           | 983919101 | 1,377  | 54,420  |
| XILINX INC                    | COM           | 983919101 | 6      | 250     |
| XEROX CORP                    | COM           | 984121103 | 204    | 19,217  |
| YAHOO INC                     | COM           | 984332106 | 317    | 9,701   |
| YAHOO INC                     | COM           | 984332106 | 46     | 1,400   |
| YUM BRANDS INC                | COM           | 988498101 | 1,442  | 48,777  |
| ZIMMER HLDGS INC              | COM           | 98956P102 | 381    | 8,466   |
| ZIMMER HLDGS INC              | COM           | 98956P102 | 127    | 2,821   |